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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

FEDERAL TRADE COMMISSION,

Case No. 3:23-cv-02880-JSC

14 Plaintiff,

(1) THIRD AMENDED ADMINISTRATIVE
MOTION SEEKING *IN CAMERA*

TREATMENT OF CERTAIN EXHIBITS
PURSUANT TO CIVIL L.R. 7-11 AND 79-5;
and

(2) DECLARATION OF PAGE ROBINSON
IN SUPPORT THEREOF

15 v.

16 MICROSOFT CORPORATION and
17 ACTIVISION BLIZZARD, INC.,

18 Defendants.

19 Date: TBA

20 Time: TBA

21 Dept.: Courtroom 8—19th Floor

22 Judge: Honorable Jacqueline S. Corley

1 Pursuant to Civil Local Rules 7-11 and 79-5 and the June 14th Order Re: Evidentiary Hearing on
 2 Preliminary Injunction Motion (ECF No. 76) (“Order”), Defendant Activision Blizzard, Inc.
 3 (“Activision”) does respectfully move this Court to seal from public disclosure and permit *in camera*
 4 treatment of certain exhibits that appear on Plaintiff Federal Trade Commission (“FTC”) and
 5 Defendants’ (collectively, the “Parties”) exhibit lists.

6 On June 14, 2023, the Court issued an Order directing the Parties, among other things, to identify
 7 “each exhibit each party intends to offer at the evidentiary hearing either through a witness declaration
 8 or live testimony,” including “which exhibits are subject to a confidentiality designation and where on
 9 the docket the Court can locate a declaration in support of sealing as required by Local Rule 79-5.”
 10 Order, at Section A.2. On June 18, 19, 21 and 22, 2023, the Parties exchanged their respective exhibit
 11 lists, which identify exhibits that the Parties plan to introduce during the evidentiary hearing.

12 Pursuant to the Court’s Order Following June 21, 2023 Status Conference at ECF 170, Activision
 13 is filing this Third Amended Administrative Motion, which replaces the Amended Administrative
 14 Motion filed at ECF 173, to provide the legal bases for sealing the exhibit that appears on the Plaintiff’s
 15 exhibit list at PX8001. Activision’s proposed redactions to PX8001 are completely subsumed by Sony
 16 Interactive Entertainment’s Statement in Support of Sealing Certain Confidential Business Material at
 17 ECF 134.

18 As described in detail herein, many of the exhibits on the Parties’ lists contain highly sensitive
 19 and proprietary business information that would injure Activision if made publicly available. The
 20 following table describes the highly confidential material found in the exhibits identified in the Parties’
 21 exhibit lists and the specific bases supporting sealing of the information. *See* Civ. L.R. 79-5(c). The
 22 proposed sealing reflects Activision’s good-faith efforts to narrowly seek sealing of only that information
 23 which is competitively sensitive and contained in internal documents, the public disclosure of which
 24 would cause injury to Activision that cannot be avoided through any more restrictive alternative means:

| Document | Party Seeking to Introduce Exhibit | Information Requested for <i>In Camera</i> Treatment | Basis for <i>In Camera</i> Treatment Request |
|---------------------------|------------------------------------|--|--|
| FTC's Exhibit List | | | |
| PX0004 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| PX0060 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| PX0079 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential |

| 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 | Document | Party Seeking to Introduce Exhibit | Information Requested for <i>In Camera</i> Treatment | Basis for <i>In Camera</i> Treatment Request |
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| | | | | agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2002 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | PX2006 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes and strategic evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available. |
| | PX2008 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available. |
| | PX2017 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing |

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| | | | | confidential agreements, which could be used to injure Activision if made publicly available. |
| | PX2049 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2073 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | PX2082 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, |

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| | | | | terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2083 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2086 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available. In addition, this exhibit contains personal identifiable information, including phone numbers and email addresses. |
| | PX2093 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking |

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| | | | | opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | PX2094 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2104 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | PX2107 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking |

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| | | | | opportunities, market share analyses, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2113 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2115 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2133 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic |

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| | | | | evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | PX2138 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2139 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | PX2157 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking |

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| | | | | opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2159 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2160 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2167 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, |

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| | | | | assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2170 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, business partnerships and terms of existing confidential agreements, which could be used to injure Activision if made publicly available. |
| | PX2183 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2186 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if |

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| | | | | made publicly available. |
| | PX2189 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2197 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available. |
| | PX2198 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made |

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| | | | | publicly available. |
| | PX2199 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2203 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2265 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and |

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| | | | | projections, which could be used to injure Activision if made publicly available. |
| | PX2282 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2283 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, assessment of the competitive landscape, business partnerships, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | PX2285 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | PX2288 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, and strategic |

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| | | | | evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available. |
| | PX2391 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | PX2392 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | PX2393 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available. |
| | PX2396 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic |

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| | | | | evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available. |
| | PX2406 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, and business partnerships, which could be used to injure Activision if made publicly available. |
| | PX2410 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, and strategic evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available. |
| | PX2415 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | PX2419 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing |

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| | | | | confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | PX2421 | FTC's Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available. |
| | PX2443 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available. |
| | PX7000 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available. |
| | PX70001 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business |

| 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 | Document | Party Seeking to Introduce Exhibit | Information Requested for <i>In Camera</i> Treatment | Basis for <i>In Camera</i> Treatment Request |
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| | | | | partnerships, which could be used to injure Activision if made publicly available. |
| 5 6 7 8 9 10 11 | PX7004 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available. |
| 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 | PX7006 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available. |
| | PX7008 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available. |
| | PX7030 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available. |

| 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 | Document | Party Seeking to Introduce Exhibit | Information Requested for <i>In Camera</i> Treatment | Basis for <i>In Camera</i> Treatment Request |
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| | | | | available. |
| | PX7033 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available. |
| | PX7035 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available. |
| | PX7038 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available. |
| | PX7039 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available. |

| Document | Party Seeking to Introduce Exhibit | Information Requested for <i>In Camera</i> Treatment | Basis for <i>In Camera</i> Treatment Request |
|---------------------------------|------------------------------------|--|--|
| | | | available. |
| PX7052 | FTC's Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available. |
| PX8001 | FTC's Exhibit List | Redacted Version Forthcoming | This exhibit contains non-public and highly sensitive information including, but not limited to, competitively sensitive data, which could be used to injure Activision if made publicly available. |
| Defendants' Exhibit List | | | |
| RX1001 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| RX1002 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, revenue figures and projections, and internal business |

| 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 | Document | Party Seeking to Introduce Exhibit | Information Requested for <i>In Camera</i> Treatment | Basis for <i>In Camera</i> Treatment Request |
|---|----------|------------------------------------|--|--|
| | | | | strategy, which could be used to injure Activision if made publicly available. |
| | RX1006 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal business strategy and analysis, which could be used to injure Activision if made publicly available. |
| | RX1008 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1011 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal business strategy, which could be used |

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| | | | | to injure Activision if made publicly available. |
| 4 | RX1012 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available. |
| 11 | RX1013 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available. |
| 19 | RX1015 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available. |
| 26 | RX1016 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking |

| 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 | Document | Party Seeking to Introduce Exhibit | Information Requested for <i>In Camera</i> Treatment | Basis for <i>In Camera</i> Treatment Request |
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| | | | | opportunities, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available. |
| | RX1017 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal business strategy, which could be used to injure Activision if made publicly available. |
| | RX1018 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, business partnerships, and internal business strategy, which could be used to injure Activision if made publicly available. |
| | RX1019 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available. |

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| RX1020 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. | |
| RX1021 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. | |
| RX1022 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. | |

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| | RX1024 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1026 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1027 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive |

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| | | | | landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1030 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1031 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1032 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic |

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| | | | | evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1033 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1036 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |

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| | RX1038 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1041 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1042 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which |

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| | | | | could be used to injure Activision if made publicly available. |
| | RX1044 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1047 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1048 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |

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| | RX1259 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1260 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1273 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, |

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| | | | | terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1275 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | RX1276 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | RX1281 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, which could be used to injure Activision if made publicly available. |

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| | RX1282 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1284 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1285 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which |

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| | | | | could be used to injure Activision if made publicly available. |
| | RX1286 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, and strategic evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available. |
| | RX1289 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1296 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if |

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| | | | | made publicly available. |
| | RX1305 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1308 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX1310 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive |

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| | | | | landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX3000 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available. |
| | RX3001 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | RX3006 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |

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| | | | | publicly available. |
| | RX3008 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX3011 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX3012 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive |

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| | | | | landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX3095 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | RX3101 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX5004 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive |

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| | | | | landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX5005 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX5006 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX5007 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic |

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| | | | | evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX5008 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |
| | RX5009 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |

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| RX5010 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. | |
| RX5023 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. | |
| RX5027 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly | |

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| | | | | available. |
| | RX5028 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | RX5029 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | RX5030 | Defendants' Exhibit List | Document Withheld | This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential |

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| | | | | agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available. |
| | RX5042 | Defendants' Exhibit List | Redacted Version Forthcoming | This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available. |

ARGUMENT

I. *In Camera* Treatment of the Exhibits Is Warranted Under Ninth Circuit Precedent as They Contain Activision's Confidential Business Information

The above-mentioned exhibits contain competitively sensitive business information and warrant *in camera* treatment at the evidentiary hearing. In the Ninth Circuit, “[p]arties seeking to seal judicial records relating to motions that are ‘more than tangentially related to the underlying cause of action,’ bear the burden of overcoming the presumption with ‘compelling reasons supported by specific factual findings that outweigh the general history of access and the public policies favoring disclosure.’” *Lenovo (United States) Inc. v. IPCOM GmbH & Co., KG*, 2022 WL 2313948, at *1 (N.D. Cal. Jun. 28, 2022); see also *Kamakana v. City & County of Honolulu*, 447 F.3d 1172, 1179 (9th Cir. 2006) (“[T]he court must ‘conscientiously [] balance the competing interests’ of the public and the party who seeks to keep certain judicial records secret.”). Courts in this Circuit regularly find that sealing is warranted where the records or information that are sought to be sealed could be used “as sources of business information that might harm a litigant’s competitive standing.” *Nixon v. Warner Commc’ns, Inc.*, 435 U.S. 589, 598

1 (1978); *see also In re Elec. Arts, Inc.*, 298 F. App'x 568, 569 (9th Cir. 2008) (same); *Velasco v. Chrysler*
 2 *Grp. LLC*, No. CV 13-08080 DDP (VBK), 2017 WL 445241, at *2 (C.D. Cal. Jan. 30, 2017) (stating
 3 that “district courts in this Circuit have sealed records containing ‘information about proprietary business
 4 operations, a company’s business mode or agreements with clients,’ [and] ‘internal policies and
 5 strategies’”) (internal citations omitted).

6 “The Ninth Circuit has explained that ‘in general, compelling reasons sufficient to outweigh the
 7 public’s interest in disclosure and justify sealing court records exist when such court files might have
 8 become a vehicle for improper purposes, such as the use of records to . . . release trade secrets.’” *Velasco*,
 9 2017 WL 445241, at *2 (quoting *Elec. Arts*, 298 F. App'x at 569); *see also Elec. Arts*, 298 F. App'x at
 10 569 (“A ‘trade secret may consist of any formula, pattern, device or compilation of information which
 11 is used in one’s business, and which gives him an opportunity to obtain an advantage over competitors
 12 who do not know or use it.’”) (citation omitted). A court has “broad latitude” to grant protective orders
 13 to prevent disclosure of “many types of information, including, but not limited to, trade secrets or other
 14 confidential research, development, or commercial information.” *Phillips ex rel. Estates of Byrd v. Gen.*
 15 *Motors Corp.*, 307 F.3d 1206, 1211 (9th Cir. 2002).

16 In determining whether a document should be filed under seal, courts consider, among other
 17 things, the measures taken to guard the information’s secrecy and the value of the information to the
 18 business or its competitors. *E.g., Phillips ex rel. Estates of Byrd v. Gen. Motors Corp.*, 307 F.3d 1206,
 19 1212 (9th Cir. 2002). Here, Activision seeks *in camera* treatment of only the exhibits on Defendants’
 20 and the FTC’s exhibit lists that reference and reflect, among other things, confidential, proprietary
 21 information relating to Activision’s internal decision-making processes, investment decisions, strategic
 22 evaluation of forward-looking opportunities, market share analyses, assessment of the competitive
 23 landscape, business partnerships, terms of existing confidential agreements, revenue figures and
 24 projections, and internal presentations discussing business strategy. The disclosure of this information
 25 could be used to injure Activision if made publicly available.

26 **II. *In Camera* Treatment of the Exhibits Is Necessary to Protect Defendants’ Confidential and**
 27 **Proprietary Business Information**

28 Activision seeks *in camera* treatment of the above-mentioned exhibits, which contain

1 Activision's non-public and highly sensitive information. Examples of such confidential information
 2 include, but are not limited to, Activision's internal decision-making processes, investment decisions,
 3 strategic evaluation of forward-looking opportunities, market share analyses, assessment of the
 4 competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures
 5 and projections, and internal presentations discussing business strategy. Disclosure of this information
 6 would provide Activision's competitors with private data about Activision's performance and business
 7 strategy, which could harm Activision's competitive standing. *See Cont'l Auto. Sys. v. Avanci, LLC*,
 8 No. 19-cv-02520-LHK, 2019 WL 6612012, at *4 (N.D. Cal. Dec. 5, 2019). As set forth in the supporting
 9 Declaration of Page Robinson, Activision actively seeks to maintain the secrecy of the types of
 10 confidential information contained in the parties' exhibit lists. Thus, the unsealing of this highly
 11 confidential and sensitive information would cause injury to Defendants that cannot be avoided through
 12 less restrictive alternatives. (See Decl. of Page Robinson, ¶¶ 5.)

13 Finally, Activision provided the FTC with confidential business information cited in the
 14 Opposition and supporting materials pursuant to the statutory and regulatory guarantees of
 15 confidentiality contained in the Hart-Scott-Rodino Act or the FTC Act. *See* 15 U.S.C. §§ 18a(h), 46(f),
 16 57b-2(b), 57b-2(c); 6 C.F.R. § 4.10(d)-(g). In similar cases, the FTC has acknowledged the need to
 17 maintain the confidentiality of a party's confidential business information that has been provided to the
 18 FTC via a regulatory request. *See, e.g., FTC v. Lockheed Martin Corp.*, 2022 WL 1446650, at *2 (D.D.C.
 19 Jan. 25, 2022) ("According to the FTC, sealing the complaint is appropriate . . . because the filing
 20 includes confidential information submitted . . . pursuant to 'statutory and regulatory guarantees of
 21 confidentiality.' . . . The requested sealing covers only confidential information and is, according to the
 22 FTC, required by regulation.").

23 **III. Conclusion**

24 As stated above, compelling reasons justify Activision's request for *in camera* treatment of the
 25 Activision's confidential business information contained in the above-mentioned exhibits. Activision
 26 therefore respectfully request that this Court grant its Third Amended Administrative Motion. In
 27 compliance with Civil Local Rule 79-5(d), redacted and unredacted versions of the Exhibits warranting
 28 *in camera* treatment accompany this Third Amended Administrative Motion. In accordance with Civil

1 Local Rule 7-11, Activision has also filed a Proposed Order herewith.

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3 DATED: June 23, 2023

By: /s/ Caroline Van Ness

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